

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF DELAWARE

Case number (if known)

Chapter

7☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Spimba Inc.

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and doing business as names

DBA Spimba
DBA Spimbey

3. Debtor's federal Employer Identification Number (EIN) 67-2006974

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

108 Patriot Drive
Suite A
Middletown, DE 19709

Number, Street, City, State & ZIP Code

P.O. Box, Number, Street, City, State & ZIP Code

New Castle
County

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) spimbey.com

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: _____

Debtor **Spimba Inc.**
Name

Case number (if known)

7. Describe debtor's business**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?**Check one:**

- ☒ Chapter 7
- ☐ Chapter 9
- ☐ Chapter 11. **Check all that apply:**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

Debtor **Spimba Inc.**
Name

Case number (if known)

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?
- ☒ No
☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor Relationship
District When Case number, if known

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☐ 1-49

☐ 50-99

☐ 100-199

☐ 200-999

☒ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

15. Estimated Assets

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☒ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000

☒ \$1,000,001 - \$10 million

☐ \$500,000,001 - \$1 billion

Debtor	Spimba Inc.	Case number <i>(if known)</i> _____
	Name	
	<input type="checkbox"/> \$50,001 - \$100,000 <input type="checkbox"/> \$100,001 - \$500,000 <input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$10,000,001 - \$50 million <input type="checkbox"/> \$50,000,001 - \$100 million <input type="checkbox"/> \$100,000,001 - \$500 million
		<input type="checkbox"/> \$1,000,000,001 - \$10 billion <input type="checkbox"/> \$10,000,000,001 - \$50 billion <input type="checkbox"/> More than \$50 billion

Debtor Spimba Inc. Case number (if known) _____
Name

Request for Relief, Declaration, and Signatures

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.


I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 08/22/2022

MM / DD / YYYY

X


 Signature of authorized representative of debtor

Rolf Moers

Printed name

Title Chief Executive Officer

18. Signature of attorney

X


 Signature of attorney for debtor

Date 08/22/2022

MM / DD / YYYY

Ronald S. Gellert

Printed name

Gellert Scali Busenkell & Brown, LLC

Firm name

1201 N. Orange Street

Suite 300

Wilmington, DE 19801

Number, Street, City, State & ZIP Code

Contact phone (302) 425-5806

Email address rgellert@gsbblaw.com

4259 DE

Bar number and State

**CERTIFICATE OF RESOLUTION
AUTHORIZING PREPARATION FOR FILING OF
VOLUNTARY PETITION FOR REORGANIZATION
UNDER CHAPTER 7 OF THE BANKRUPTCY CODE**

At a special meeting of the Board of Directors (the "Board of Directors") of Spimba INC, a Delaware corporation (the "Corporation"), duly constituted and held on August 22, 2022, the following resolutions were discussed and thereafter adopted by unanimous consent:

WHEREAS, the Board of Directors of the Corporation has evaluated and considered the financial condition, results of operations and projected cashflows of the Corporation, the Corporation's efforts to secure additional debt or equity financing, the results of those efforts options available to the Corporation and prospects for maximizing the value of the Corporation and returns to the stakeholders of the Corporation and information and recommendations of its executive officers of, and counsel to, the Corporation concerning the financial condition of the Corporation; and

NOW, THEREFORE, BE IT:

RESOLVED, that in the judgment of the Board of Directors, it is in the best interests of the Corporation, its creditors, stockholders and other interested parties, that a petition for reorganization of the Corporation be filed under the provisions of Chapter 7 of Title 11 of the United States Code (the "Bankruptcy Code");

RESOLVED, that the Chief Executive Officer (the "Authorized Officer") is hereby authorized, empowered and directed, on behalf of the Corporation, to take all necessary actions and make all necessary preparations for the Corporation to commence a case under Chapter 7 of the Bankruptcy Code (the "Chapter 7 Case"), and to commence the Chapter 7 Case, in the venue that the Authorized Officer deems appropriate and at such time that the Authorized Officer deems appropriate, in the exercise of his discretion and professional expertise;

RESOLVED, that the Authorized Officer of the Corporation shall be and hereby is authorized and directed to do and perform all such acts and things to be prepared to execute and file all petitions, plans, pleadings, schedules, lists, statements, applications, documents, certificates and other papers, and to take such other steps as may be deemed necessary or desirable in order to conduct a case under Chapter 7 of the Bankruptcy Code and to effectuate a reorganization of the Corporation under Chapter 7 as is deemed appropriate;

RESOLVED, that the Corporation shall employ, subject to any requisite bankruptcy court approval, the law firm of Gellert Scali Busenkell and Brown, LLC as general bankruptcy counsel to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation's rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Officer is hereby authorized and directed to cause to be filed an appropriate application for authority to retain the services of Gellert Scali Busenkell & Brown, LLC;

RESOLVED, that the Corporation shall employ, subject to any requisite bankruptcy court approval, such other professionals and persons as the Authorized Officer

determines are necessary in order to conduct the Chapter 7 Case while subject to the jurisdiction of the Bankruptcy Court;

RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Authorized Officer, the Authorized Officer and such other officers of the Corporation as any Authorized Officer shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Officer, be authorized and empowered to cause the Corporation to enter into, execute, deliver, certify, file and/or record, and perform such agreements, instruments, motions, declarations, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates and other documents, and to take such other actions as in the judgment of such officer shall be or become necessary, proper and desirable to conduct the Chapter 7 liquidation of the Corporation as is deemed appropriate; and

RESOLVED, that any and all actions heretofore or hereafter taken by the officers or directors of the Corporation in the name of and on behalf of the Corporation in furtherance of any or all of the foregoing resolutions are hereby ratified and confirmed in their entirety.

I, the undersigned, Chief Executive Officer of Spimba Inc, do hereby certify that the foregoing is a true, complete and accurate copy of the resolutions duly adopted by the Board of Directors of said Corporation by unanimous consent; and I do further certify that these resolutions have not been altered, amended, repealed or rescinded and are now in full force and effect.

The undersigned further certifies that the Board of Directors had at the time of the adoption of said resolutions full power and authority to adopt said resolutions, and that the Board of Directors now has said power and authority.

IN WITNESS WHEREOF, I have hereunto subscribed my name in my professional capacity with Aftermaster, Inc. this [22] day of August, 2022.

By: 
Name: Rolf Moers
Title: Chief Executive Officer

B2030 (Form 2030) (12/15)

United States Bankruptcy Court
District of Delaware

In re **Spimba Inc.**

Debtor(s)

Case No.

Chapter

7

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$	<u>15,000.00</u>
Prior to the filing of this statement I have received	\$	<u>0.00</u>
Balance Due	\$	<u>15,000.00</u>

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

Preparation and filing of any petition, schedules, statement of affairs which may be required.
Representation of the Debtor(s) at the initial first meeting of creditors.

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

***Any post-petition service that is a contested matter, including but not limited to: Motions to Dismiss, Motions to Convert, additional 341 appearances, Adversary Complaints, Appeals, Dischargeability actions, lien avoidances actions, Relief from Stay, or any other matter which requires additional time based on an hourly file.**

***notated in retainer as fee/costs additonal (post-petition)**

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

08/22/2022

Date

/s/ Ronald S. Gellert

Ronald S. Gellert

Signature of Attorney

Gellert Scali Busenkell & Brown, LLC

1201 N. Orange Street

Suite 300

Wilmington, DE 19801

(302) 425-5806

rgellert@gsbblaw.com

Name of law firm

**United States Bankruptcy Court
District of Delaware**

In re **Spimba Inc.**

Debtor(s)

Case No.

Chapter

7

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Spimba Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

08/22/2022

Date

/s/ Ronald S. Gellert

Ronald S. Gellert

Signature of Attorney or Litigant

Counsel for **Spimba Inc.**

Gellert Scali Busenkell & Brown, LLC

1201 N. Orange Street

Suite 300

Wilmington, DE 19801

(302) 425-5806

rgellert@gsbblaw.com

**United States Bankruptcy Court
District of Delaware**

In re **Spimba Inc.**

Debtor(s)

Case No.
Chapter

7

VERIFICATION OF CREDITOR MATRIX

I, the Chief Executive Officer of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date:

08/22/2022



Rolf Moers Chief Executive Officer
Signer/Title

Behandling Transport Servbice N.V.
Bouwerijstraat 2
B-2620 Hemiksem
Belgium

Eutraco Nv
Samberstraat 69a
B-2060 Antwerpen
Belgium

Everest Global Freight Services Inc.
1918 State Route 27
Edison NJ 08817

CTS Logistics Group JFK
167-43 148th Ave
Jamaica, NY 11434

Estes Forwarding Worldwide LLC
P.O. Box 26206
Richmond, VA 23260

Guzman Pallet Corp
3105 Avenue E St
Arlington, TX 76011

Sonwil Logistics
2732 Transit Road
Buffalo, NY 14224

Sonwil Distributin TX
100 Sonwil Drive
PO Box 126
Buffalo, NY 14225

Westridge International LLC

9725 SW Beaverton-Hillsdale Hwy, Suite 212
Beaverton, OR 97005

MuteSix, LLC
P.O. Box 22899
New York, NY 10087-2898

ADAM MEDIA BV
Overtoom 420
1054JT Amsterdam
Netherlands

Remote Technology Services, Inc.
18 Bartol Street
San Francisco, 94133

Wheeler Wolfenden and Dwares, CPAs
4550 Linden Hill Road, Suite 201
Wilmington, DE 19808

Selleurop BV
Herengracht 420
1017 BZ Amsterdam
Netherlands

U13N LLC
151st PL SE
Monroe, WA 98272

CFT Clear Finance Technology Corp.
a British Columbia (Canada) company
1200-33 Yonge Street
Toronto, Ontario, M5E 1G4
Canada

Affirm, Inc
650 California Street., 12th floor
San Francisco, CA 94108

Stripe

185 Berry St #550
San Francisco, CA 94107

The LCF Group
3000 Marcus Avenue, Suite 2W15
Lake Success, NY 11042

SELLERSFUNDING INTERNATIONAL PORTFOLIO LTD.
4TH FLOOR IMPERIAL HOUSE
8 KEAN STREET
London
City of London
WC2B 4AS
United Kingdom

NewCo Capital Group
Mendy Piekarsky, Esq.
1801 NE 123rd Street, Suite 421
North Miami, FL 33181

Oleksandr Levchenko
54018
Nikolaev, Kobera lane, 13-B
apt. 129
Ukraine

Moshentsev Denis
Sergeevich
20, Velyka Morska
Mykolaiv, 54000